

HERRICK, FEINSTEIN, LLP
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Sean E. O'Donnell
Stephen B. Selbst
Steven B. Smith
Christopher Carty

*Special Conflicts Counsel to the Official Committee of
Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X	
In re:	: Chapter 11
	: :
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	: Case No. 18-23538 (RDD)
	: :
Debtors ¹	: (Jointly Administered)
	: :
	: :
----- X	

**SEVENTH COMBINED MONTHLY FEE STATEMENT OF HERRICK,
FEINSTEIN LLP FOR PROFESSIONAL SERVICES RENDERED AND
DISBURSEMENTS INCURRED AS SPECIAL CONFLICTS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD OF
MAY 1, 2020 THROUGH MAY 31, 2020**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); SHC Licensed Business LLC (3718); SHC Promotions LLC (9626); Sears Brands Management Corporation (5365); and SRE Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179

Name of Applicant:	Herrick, Feinstein LLP
Authorized to Provide Professional Services To:	Special Conflicts Counsel to the Official Committee of Unsecured Creditors of Sears Holdings Corporation, <i>et al.</i>
Date of Retention:	March 22, 2019 <i>nunc pro tunc</i> to January 2, 2019
Period for Which Compensation and Reimbursement Is Sought:	May 1, 2020 through May 31, 2020
Combined Monthly Fees Incurred:	\$223,368.50
20% Holdback:	\$44,673.70
Total Compensation Less 20% Holdback:	\$178,694.80
Combine Monthly Expenses Incurred:	\$44,492.40
Total Combine Fees and Expenses Requested:	\$223,187.20

This is a x monthly interim final application

Herrick Feinstein LLP (“Herrick Feinstein”), special conflicts counsel to the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of Sears Holding Corporation and its affiliated debtors and debtors in possession (collectively, the “Debtors”), hereby respectfully submits this statement of fees and disbursements (the “Seventh Combined Monthly Fee Statement”) covering the period from May 1, 2020 through May 31, 2020 (the “Compensation Period”) in accordance with the *Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “Interim Compensation Order”) [ECF No. 796]. By the Seventh Combined Monthly Fee Statement, and after taking into account certain voluntary discounts and reductions,² Herrick Feinstein requests (a) interim allowance and payment of compensation in the amount of \$223,187.20 (80% of \$223,368.50) for fees on account of

² The total amount sought for fees and expenses (\$223,187.20) reflects voluntary reductions for the Compensation Period of \$44,673.70 in fees and \$44,492.40 in expenses.

reasonable and necessary professional services rendered to the Creditors' Committee by Herrick Feinstein, and (b) reimbursement of actual and necessary costs and expenses in the amount of \$44,492.40 incurred by Herrick Feinstein during the Compensation Period.

**FEES FOR SERVICES RENDERED
DURING THE COMPENSATION PERIOD**

Exhibit A sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Herrick Feinstein professional and paraprofessional that provided services to the Creditors' Committee during the Compensation Period. The rates charged by Herrick Feinstein for services rendered to the Creditors' Committee are the same rates that Herrick Feinstein charges generally for professional services rendered to its non-bankruptcy clients.

Exhibit B sets forth a task code summary that includes the aggregate hours per task code spent by Herrick Feinstein professionals and paraprofessionals in rendering services to the Creditors' Committee during the Compensation Period.

Exhibit C sets forth a complete itemization of tasks performed by Herrick Feinstein professional and paraprofessionals that provided services to the Creditors' Committee during the Compensation Period.

**EXPENSES INCURRED
DURING THE COMPENSATION PERIOD**

Exhibit D sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by Herrick Feinstein in connection with services rendered to the Creditors' Committee during the Compensation Period.

Exhibit E sets forth a complete itemization of disbursements incurred by Herrick Feinstein in connection with services rendered to the Creditors' Committee during the Compensation Period.

NOTICE AND OBJECTION PROCEDURES

Notice of this Seventh Combined Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attention: Mohsin Y. Meghji ([email: mmeghji@miiipartners.com](mailto:mmeghji@miiipartners.com)); (ii) counsel to the Debtors, Weil, Gotshal & Manges LLP, 767 Seventh Avenue, New York, NY 10153, Attention: Ray C. Schrock ([email: ray.schrock@weil.com](mailto:ray.schrock@weil.com)), Jacqueline Marcus ([email: jacqueline.marcus@weil.com](mailto:jacqueline.marcus@weil.com)), Garrett A. Fail ([email: garrettlail@weil.com](mailto:garrettlail@weil.com)), and Sunny Singh ([email: sunny.singh@weil.com](mailto:sunny.singh@weil.com)); (iii) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 10014, Attention: Paul Schwartzberg ([e-mail: paul.schwartzberg@usdoj.gov](mailto:paul.schwartzberg@usdoj.gov)) and Richard Morrissey ([e-mail: richard.morrissey@usdoj.gov](mailto:richard.morrissey@usdoj.gov)); (iv) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake ([email: paul.leake@skadden.com](mailto:paul.leake@skadden.com)), Shana A. Elberg ([email: shana.elberg@skadden.com](mailto:shana.elberg@skadden.com)) and George R. Howard ([email: george.howard@skadden.com](mailto:george.howard@skadden.com)); (v) Paul E. Harner, fee examiner, 1675 Broadway, New York, NY 10019 ([e-mail: harnerp@ballardspahr.com](mailto:harnerp@ballardspahr.com)); (vi) counsel to the fee examiner, Ballard Spahr LLP, 1675 Broadway, New York, NY 10019, Attention: Vincent J. Marriott ([e-mail: marriott@ballardspahr.com](mailto:marriott@ballardspahr.com)) and Tobey M. Daluz ([e-mail: dalurt@ballardspahr.com](mailto:dalurt@ballardspahr.com)); and (vi) counsel to the Official Committee of Unsecured Creditors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attention: Philip C. Dublin ([email: pdublin@akingump.com](mailto:pdublin@akingump.com)), Ira S. Dizengoff ([email: idizengoff@akingump.com](mailto:idizengoff@akingump.com)) and Sara Lynne Brauner ([email: sbrauner@akingump.com](mailto:sbrauner@akingump.com)), (collectively, the “Notice Parties”).

Objections to this Seventh Combined Monthly Fee Statement, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than **July 21, 2020** (the

“Objection Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue (an “Objection”).

If no objections to this Seventh Combined Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an objection to this Seventh Combined Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of this Seventh Combined Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be heard by the Court.

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Dated: New York, New York
July 6, 2020

HERRICK FEINSTEIN LLP

By: /s/ Stephen B. Selbst

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*Special Conflicts Counsel to the Official
Committee of Unsecured Creditors of Sears
Holdings Corporation, et al.*

Exhibit A

Timekeeper Summary

PARTNERS	DEPARTMENT	YEAR OF BAR ADMISSION	RATE	HOURS	AMOUNT
Sean E. O'Donnell	Restructuring & Finance Litigation	1998	\$1025.00	7.1	\$7,277.50
Christopher W. Carty	Restructuring & Finance Litigation	2010	\$785.00	72.8	\$57,148.00
Steven Smith	Restructuring & Finance Litigation	2001	\$765.00	14.5	11,092.50
Jason D'Angelo	Restructuring & Finance Litigation	1998	\$845.00	4.5	\$3,802.50
Total Partners				98.9	\$79,320.50
COUNSEL	DEPARTMENT	YEAR OF BAR ADMISSION	RATE	HOURS	AMOUNT
Kyle J. Kolb	Restructuring & Finance Litigation	2012	\$610.00	24.1	\$14,701.00
Total Counsel				24.1	\$14,701.00
ASSOCIATES	DEPARTMENT	YEAR OF BAR ADMISSION	RATE	HOURS	AMOUNT
Heather M. Zimmer	Restructuring & Finance Litigation	2017	\$435.00	109.00	\$47,415.00
Gabrielle R. Fromer	Restructuring & Finance Litigation	2018	\$420.00	57.50	\$24,150.00
Elizabeth J. Plowman	Restructuring & Finance Litigation	2018	\$420.00	57.60	\$24,192.00
Daniel Field	Restructuring & Finance Litigation	2017	\$435.00	22.50	\$9,787.50

Sylvia Stockman	Restructuring & Finance Litigation	2017	\$435.00	.9	\$391.50
Total Associates				247.50	\$105,936.00

PARALEGALS/ NON- LEGAL STAFF	DEPARTMENT	RATE	HOURS	AMOUNT
Linda Schepp	Restructuring & Finance Litigation	\$335.00	53.8	\$18,023.00
Larisa Poretsky	Litigation	390.00	13.5	\$5,265.00
Douglas Kopf	Litigation	\$410.00	.4	\$123.00
Total Paralegals/ Non- Legal Staff			67.7	\$23,411.00

EXHIBIT B

Task Code Summary

Task Code	HOURS	AMOUNT (\$)
Fee/Employment Applications - B160	31.30	\$18,913.00
Contested Matters (exclu. Assumption/rejection) – B190	26.80	\$15,588.00
Jointly Asserted Causes of Action	380.00	\$188,867.50
Total	438.1	\$223,368.50

Exhibit C

Itemized Fees



HERRICK

FEDERAL ID:

1662

Official Committee of Unsecured Creditors of Sears Holdings
Attn: Ron Tucker
225 W. Washington Street
Indianapolis, IN 46204

June 30, 2020
Bill Number: 356215
File Number: 19609-0001

Re: **Sears Bankruptcy**

Fees for legal services rendered through May 31, 2020	\$34,501.00
Expenses posted through May 31, 2020	43,499.27
TOTAL	\$78,000.27

**Kindly return this page with your
check payment to:**
Herrick, Feinstein LLP
2 Park Avenue
New York, NY 10016

Send wire payments to:
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PLEASE REMIT PAYMENT WITHIN 30 DAYS



Re: **Sears Bankruptcy**

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File Number: 19609-0001
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LEGAL SERVICES

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Time</u>
05/01/20	K. Kolb	B190	Call with expert	.40
05/01/20	K. Kolb	B190	Analyze ISDA documents	.30
05/01/20	S. Smith	B160	Continued work on interim fee app and coordinate prep with L. Poretsky, paralegal and C. D'Angelo, billing.	1.50
05/02/20	L. Poretsky	B160	Review and analyze revised bills and re-calculate hours and fees per bankruptcy codes(1.3); revise first interim fee application per updated calculations (.5); submit to Steve Smith for review with comments (.2)	2.00
05/03/20	S. Smith	B160	Continued review of and revisions to first interim fee app.	1.00
05/04/20	K. Kolb	B190	Analyze documents produced by CDS participants regarding CDS positions held	.70
05/04/20	K. Kolb	B190	Email to expert regarding outstanding obligations	.20
05/04/20	K. Kolb	B190	Draft analysis of note purchase agreement	.60
05/04/20	L. Poretsky	B160	Conference with billing department to discuss information needed for the first fee application and review final bills	.60



Re: **Sears Bankruptcy**

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05/04/20	L. Poretsky	B160	Update draft of the first interim fee application and circulate to the team	1.00
05/04/20	S. Smith	B160	Continued review of and revisions to draft interim fee application and discussion with L. Poretsky, paralegal.	1.00
05/05/20	L. Poretsky	B160	Assist Steve Smith in a preparation of the fee application by providing documents and information by request;	.60
05/05/20	S. O'Donnell	B190	Deposition preparation.	1.00
05/05/20	S. Smith	B160	Follow up with C. Carty and paralegal on prep of interim fee application.	.70
05/06/20	L. Poretsky	B160	Assist team with the preparation of the first fee application	1.00
05/06/20	S. Smith	B160	Continued review of and revision to first interim fee app and multiple discussions with L. Poretsky, paralegal, C. D'Angelo, billing, and Chris Carty, partner.	2.00
05/07/20	K. Kolb	B190	Email regarding expert's analysis	.20
05/07/20	K. Kolb	B190	Prepare for call with experts	.20
05/07/20	S. O'Donnell	B190	Prep for expert call.	1.00
05/07/20	S. Smith	B160	Prep of interim fee app.	3.00
05/08/20	C. Carty	B190	Participate in call with experts re investigation analysis and prepare for same.	1.00



Re: **Sears Bankruptcy**

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05/08/20	K. Kolb	B190	Attend call with expert to discuss additional diligence	1.00
05/08/20	K. Kolb	B190	Analyze debtors' schedules of assets	1.80
05/08/20	L. Poretsky	B160	Team conference call regarding revisions to the fee application; communications with team re Steve Smith comments	.60
05/08/20	L. Schepp	B190	Compile documents for expert review.	.80
05/08/20	S. O'Donnell	B190	Prep for expert call (.5); precall re same (.3); participate in diligence and planning call w/ expert; f/up re same (1.2)	2.00
05/08/20	S. Smith	B160	Review and revisions to fee app and discussion re same.	1.50
05/09/20	K. Kolb	B190	Call with expert	.20
05/09/20	K. Kolb	B190	Further analysis of agreement and email to experts re same	1.00
05/09/20	L. Poretsky	B160	Review and analyze revised bills and re-calculate hours and fees per bankruptcy task codes (1.3); revise first interim fee application per updated calculations (.5); circulate to the team for review (.2)	2.00
05/10/20	S. Smith	B160	Further review of fee app exhibits and attention to email re same.	.50
05/11/20	K. Kolb	B190	Further analysis of ISDA documents and related issues	1.90



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05/11/20	L. Poretsky	B160	Communications with the team including billing department related to the latest changes to the billing;	.50
05/11/20	L. Poretsky	B160	Further revise first interim fee application per updated task codes	.40
05/11/20	L. Poretsky	B160	Work on fee application issues such statistics which compare a blended rates billed by attorney and paralegals in NY office, time spend on reviewing or revising time records or preparing, reviewing, or revising invoices to comply with US Trustee guidance	2.20
05/11/20	S. Smith	B160	Continued Fee App prep.	1.00
05/11/20	S. Smith	B160	T/C with Mary at M-III Partners re fee app and coordinate sharing of weekly accruals.	.20
05/11/20	S. Smith	B160	Further review of revised fee app and attention to email traffic re same.	.80
05/12/20	L. Poretsky	B160	Assist team to finalize first fee application by requesting and analyzing additional information form billing department	.60
05/12/20	S. Smith	B160	Attention to final revisions to interim fee app.	.30
05/12/20	S. Smith	B160	Respond to M-III Partners with accrual and budget information.	.30
05/13/20	K. Kolb	B190	Call with expert	.30
05/14/20	L. Poretsky	B160	Prepare HF first fee application for filing and e-file	.60



Re: **Sears Bankruptcy**

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05/14/20	L. Poretsky	B160	Review, fix issues related to the formatting of the HF first fee application and circulate for approval to file	.80
05/14/20	L. Poretsky	B160	Communications with Prime Clerk to coordinate service of HF first fee application and discuss details	.60
05/14/20	L. Schepp	B190	Identify names and entities associated with call logs to identify potential custodians for document demands.	3.60
05/14/20	S. Smith	B160	Follow up review of final fee app, review reply from committee chair and filing of same.	.20
05/14/20	S. Smith	B160	Review final draft of final fee app and review email from Carty re same.	.30
05/15/20	L. Schepp	B190	Continued identification of phone numbers on call logs, per K. Kolb	5.80
05/21/20	C. Carty	B160	Coordinate drafting of March and April fee statements.	1.10
05/23/20	K. Kolb	B190	Analyze memo draft by expert	.20
05/26/20	K. Kolb	B190	Analyze list of questions and further analysis from expert	1.00
05/27/20	C. Carty	B160	Call with S. Brauner of Akin re billing issue (0.2); correspondence with Debtors professionals re Herrick fees (0.3).	.50
05/27/20	S. Smith	B160	Coordinate prep of weekly accruals for fee committee and exchange emails with MIII re same.	.20



Re: **Sears Bankruptcy**

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05/28/20	C. Carty	B190	Review and analyze expert document requests and work product.	1.20
05/28/20	C. Carty	B160	Review invoices for fee statement and provide comments.	1.50
05/28/20	K. Kolb	B190	Draft email regarding subpoenas and additional documents	.40
05/28/20	K. Kolb	B160	Revise draft fee application	.20
Total				\$34,501.00

LEGAL SERVICES SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
C. Carty	5.30	785.00	4,160.50
S. Smith	14.50	765.00	11,092.50
K. Kolb	10.60	610.00	6,466.00
L. Poretsky	13.50	390.00	5,265.00
L. Schepp	10.20	335.00	3,417.00
S. O'Donnell	4.00	1025.00	4,100.00

DISBURSEMENTS

Online Research	57.27
Expert Witness Fees	43,330.00
Document Processing	12.00
E-Discovery Data Hosting	100.00



Re: **Sears Bankruptcy**

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Total disbursements \$43,499.27



Re: **Sears Bankruptcy**

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TASK BILLING SUMMARY

	<u>Hours</u>	<u>Amount</u>
<u>Fee/Employment Applications - B160</u>		
	31.30	\$18,913.00
Subtotals	31.30	\$18,913.00
 <u>Contested Matters (exclu. assumption/rejection) - B190</u>		
	26.80	\$15,588.00
Subtotals	26.80	\$15,588.00



FEDERAL ID: 1662

Official Committee of Unsecured Creditors of Sears Holdings
Attn: Ron Tucker
225 W. Washington Street
Indianapolis, IN 46204

June 30, 2020
Bill Number: 356200
File Number: 19609-0002

Re: **Jointly Asserted Causes of Action**

Fees for legal services rendered through May 31, 2020	\$188,867.50
Expenses posted through May 31, 2020	993.13
TOTAL	\$189,860.63

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check payment to:**
Herrick, Feinstein LLP
2 Park Avenue
New York, NY 10016

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Re: **Jointly Asserted Causes of Action**

Bill Number: 356200
File Number: 19609-0002
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LEGAL SERVICES

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Time</u>
03/08/20	E. Plowman		Review and analyze documents in adversary proceeding.	1.10
05/01/20	C. Carty		Call with document review team regarding status of document review and next steps.	.90
05/01/20	C. Carty		Analyze issues related to document review.	1.50
05/01/20	C. Carty		Draft update regarding third party discovery.	.80
05/01/20	C. Carty		Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	1.30
05/01/20	D. Field		Strategy call concerning document review	1.00
05/01/20	D. Field		Continue review of documents produced in adversary proceedings	3.00
05/01/20	E. Plowman		Call re review of documents in adversary proceeding	1.00
05/01/20	E. Plowman		Review and analysis of documents in adversary proceeding	6.40
05/01/20	G. Fromer		Review documents marked as hot during first level review to prepare to discuss findings during first level review	1.50



Re: **Jointly Asserted Causes of Action**

Bill Number: 356200
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05/01/20	G. Fromer	Discuss findings of first level document review and discuss next steps for drafting summaries of documents of interest	1.00
05/01/20	G. Fromer	Review Plaintiff's Opposition Briefs to Motion to Dismiss and Paul Weiss Interview of Scott Charles for factual issues relating to Lands End and Seritage	2.50
05/01/20	H. Zimmer	Draft email to Blackstone counsel concerning subpoena and confer with KK and Linda Schepp on same	.50
05/01/20	H. Zimmer	Review materials in preparation for call concerning document review in adversary proceeding	.30
05/01/20	H. Zimmer	Conference call on review of documents produced in adversary proceeding	1.00
05/01/20	H. Zimmer	Confer on review of documents produced in adversary proceeding	.80
05/01/20	J. D'Angelo	Catch up on e-mail re: latest filings; review final version of Opposition to ESL Defendants' motion to dismiss.	1.30
05/01/20	K. Kolb	Review team call to discuss further work product and review streams	.90
05/01/20	K. Kolb	Analyze further Blackstone's custodian proposal	.20
05/01/20	K. Kolb	Draft email to counsel for ESL regarding Blackstone parameters	.20



Re: **Jointly Asserted Causes of Action**

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05/01/20	K. Kolb	Analyze custodian metrics from LS for Blackstone subpoena	.50
05/01/20	K. Kolb	Draft review plan for second level review	.40
05/01/20	L. Schepp	Revise hot document issue searches for attorney reviews.	5.20
05/01/20	L. Schepp	Discussion with team regarding document review protocol.	.20
05/01/20	L. Schepp	Revise document review protocol based on team input.	1.40
05/01/20	L. Schepp	Compile additional Blackstone related emails for attorney review	1.70
05/01/20	S. Stockman	Strategize document review and coordination of topical review.	.90
05/03/20	D. Field	Review documents produced in adversary proceeding	.70
05/03/20	K. Kolb	Analyze documents requiring further review	1.00
05/04/20	D. Field	Continue review of documents produced in adversary proceeding	2.60
05/04/20	E. Plowman	Review and analyze documents in adversary proceeding	8.10
05/04/20	H. Zimmer	Confer with Kyle Kolb and Chris Carty concerning subpoena on Richards Layton	.20
05/04/20	H. Zimmer	Confer with Kyle Kolb and Wilmer Hale concerning Blackstone subpoena	.10
05/04/20	K. Kolb	Analyze recent production from Sears's Delaware counsel	.20



Re: **Jointly Asserted Causes of Action**

Bill Number: 356200
File Number: 19609-0002
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05/04/20	K. Kolb	Review opposition briefs	1.40
05/04/20	L. Schepp	Revise hot docs searches to reduce duplicates in documents for review.	5.10
05/05/20	C. Carty	Correspondence related to third party discovery in connection with prepetition transfer adversary proceeding.	.50
05/05/20	C. Carty	Review and comment on task list.	.40
05/05/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	2.50
05/05/20	D. Field	Continue review of documents produced in adversary proceeding	1.10
05/05/20	E. Plowman	Review and analyze documents in adversary proceeding	7.80
05/05/20	G. Fromer	Discuss strategy for reviewing and summarizing documents of interest	.10
05/05/20	H. Zimmer	Analyze requests for production from Cascade and Cyrus Defendants and proposed search parameters, revise proposed search parameters to Cyrus and confer with Kyle Kolb and Chris Carty on same	1.30
05/05/20	H. Zimmer	Revise discovery table and confer with Kyle Kolb and Chris Carty on same	.30



Re: **Jointly Asserted Causes of Action**

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05/05/20	H. Zimmer	Confer with Kyle Kolb, Jason D'Angelo, and Chris Carty on status of defendant and third-party discovery and revise memorandum on open items	1.10
05/05/20	H. Zimmer	Review documents produced in adversary proceeding and confer with Kyle Kolb and Gabrielle Fromer on same	1.00
05/05/20	H. Zimmer	Confer with Chris Carty on deloitte subpoena	.10
05/05/20	H. Zimmer	Confer with Gabrielle Fromer on memorandum concerning evaluation of claims	.20
05/05/20	J. D'Angelo	E-mail re: team task list; review same.	.20
05/05/20	K. Kolb	Analyze opposition briefs	1.00
05/05/20	K. Kolb	Revise discovery tracking chart	.20
05/05/20	K. Kolb	Revise task list	.40
05/05/20	K. Kolb	Respond to queries regarding second level review	.50
05/05/20	S. O'Donnell	Document review.	1.00
05/06/20	C. Carty	Analyze issues related to document review in connection with prepetition transfer adversary proceeding.	1.20
05/06/20	D. Field	Review project task list and upcoming deadlines	.10
05/06/20	E. Plowman	Review and analyze documents in adversary proceeding	5.10



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05/06/20	H. Zimmer	Confer with Chris Carty on review of documents produced in adversary proceeding	.40
05/06/20	H. Zimmer	Review documents produced in adversary proceeding and confer with Kyle Kolb and Gabrielle Fromer on same	.40
05/06/20	J. D'Angelo	Review team task list and emails re: same.	.30
05/06/20	K. Kolb	Revise task list	.10
05/06/20	L. Schepp	Compile update key names list for attorney review.	1.40
05/06/20	L. Schepp	Compile Deloitte names for attorney review.	.70
05/06/20	S. O'Donnell	Review task list regarding status of case.	.20
05/07/20	C. Carty	Analyze proposed search terms to Cyrus for discovery related to prepetition transfer adversary proceeding.	.80
05/07/20	C. Carty	Draft correspondence to recipient of third party subpoena in connection with prepetition transfer adversary proceeding.	.90
05/07/20	E. Plowman	Review and analyze documents in adversary proceeding	5.60
05/07/20	G. Fromer	Summarize documents of interest regarding Seritage	.50
05/07/20	G. Fromer	Summarize documents of interest regarding Lands End Spinoff	2.90



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05/07/20	H. Zimmer	Confer with Gabrielle Fromer and Linda Schepp on review of documents produced in adversary proceeding and outstanding assignments	.30
05/07/20	H. Zimmer	Revise proposed parameters to Cyrus and draft email to Cyrus and confer with Chris Carty and Kyle Kolb on same	.80
05/07/20	H. Zimmer	Review email to Aronstam concerning subpoena	.20
05/07/20	H. Zimmer	Confer with Kyle Kolb on third-party discovery	.10
05/07/20	K. Kolb	Draft email to counsel for Blackstone regarding subpoena parameters	.10
05/07/20	K. Kolb	Revise email to Aronstam	.20
05/07/20	L. Schepp	Update Relativity searches for attorney review.	2.30
05/08/20	C. Carty	Review and revise draft interim fee application.	4.50
05/08/20	C. Carty	Attention to issues related to third party discovery.	1.10
05/08/20	E. Plowman	Review and analyze documents in adversary proceeding	2.10
05/08/20	G. Fromer	Summarize documents of interest regarding Seritage	3.10
05/08/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries for same	2.60



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05/08/20	H. Zimmer	Revise proposed search parameters to cyrus defendants and confer with Chris Carty and Kyle Kolb on same and third-party discovery	1.20
05/08/20	H. Zimmer	Confer with Kyle Kolb and Chris Carty concerning third-party discovery subpoenas and discovery on Cyrus Defendants and draft document compiling same	.70
05/08/20	K. Kolb	Analyze proposal to counsel to Cyrus	.20
05/08/20	K. Kolb	Call with LS to discuss gathering prior filings	.40
05/08/20	L. Schepp	Compile Cyrus ECF filings for attorney review.	4.80
05/09/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries for same	5.80
05/09/20	K. Kolb	Analyze oppositions to motion to dismiss	.80
05/10/20	C. Carty	Review and revise draft interim fee application.	2.80
05/10/20	E. Plowman	Review and analyze documents in adversary proceeding.	1.60
05/10/20	H. Zimmer	Revise and finalize UBS subpoena, document requests, and notice of intent and confer with Chris Carty on same	1.00
05/10/20	H. Zimmer	Revise UBS subpoena and confer with Chris Carty on same	.70



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05/11/20	C. Carty	Review third party subpoena prior to service.	.40
05/11/20	C. Carty	Analyze issues related to third party document requests in connection with prepetition transfer adversary proceeding.	.50
05/11/20	C. Carty	Review and revise draft interim fee application.	7.50
05/11/20	D. Kopf	Arrange for Service of third-party subpoena on UBS Securities.	.30
05/11/20	E. Plowman	Review and analyze documents in adversary proceeding.	2.10
05/11/20	G. Fromer	Summarize and tag documents of interest relating to Seritage transaction	4.30
05/11/20	H. Zimmer	Finalize Notice of intent to serve subpoena on UBS and UBS subpoena and send same to counsel in Sears and Doug Kopf for service and confer with Chris Carty on same	.80
05/11/20	H. Zimmer	Draft email to Cyrus' counsel and send proposed parameters to Cyrus counsel and confer with Chris Carty on same	.30
05/11/20	H. Zimmer	Confer with Chris Carty and Kyle Kolb on proposed parameters to Cyrus	.30
05/11/20	H. Zimmer	Review documents produced in advesary proceeding in connection with Wachtell subpoena and confer with Chris Carty on same	.70



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05/11/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries for same	3.90
05/11/20	K. Kolb	Revise summary of Lands End documents	.60
05/11/20	L. Schepp	Compile related Cyrus ECF filings for attorney review.	3.00
05/11/20	L. Schepp	Update document production index.	.60
05/12/20	C. Carty	Review and revise draft interim fee application.	4.50
05/12/20	C. Carty	Correspondence re third party discovery.	.50
05/12/20	C. Carty	Correspondence re document review.	.20
05/12/20	C. Carty	Call with H. Zimmer re certain third party discovery.	.20
05/12/20	G. Fromer	Summarize and tag documents of interest relating to Seritage transaction	2.30
05/12/20	H. Zimmer	Analyze responses and objections from Girard Sharp and Robbins LLP on subpoenas and confer with Chris Carty on same	.20
05/12/20	H. Zimmer	Revise memorandum on ongoing discovery and research related tasks and confer with KK on same	.20
05/12/20	H. Zimmer	Revise discovery chart for conference and confer with Akin on same	.20



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05/12/20	H. Zimmer	Confer with Akin on subpoenas to third parties	.10
05/12/20	K. Kolb	Revise discovery status	.20
05/13/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	3.50
05/13/20	G. Fromer	Summarize and tag documents of interest relating to Seritage transaction	5.30
05/13/20	G. Fromer	Summarize and tag documents of interest relating to Seritage derivative litigation	1.10
05/13/20	G. Fromer	Conduct legal research on applicable statute of limitations to claim of aiding and abetting breach of fiduciary duty	1.00
05/13/20	H. Zimmer	Confer with KK on Blackstone subpoena, confer with EP on outstanding deadlines concerning discovery and filings, and confer with KK, DF, SS, GF, and EP on outstanding assignments	.30
05/13/20	H. Zimmer	Confer with Gabrielle Fromer, Kyle Kolb, and Silvia Stockman on review of documents produced in adversary proceeding and summaries incorporating information from same	.20



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05/13/20	H. Zimmer	Confer with Gabrielle Fromer on research for statute of limitations and choice of law in connection claims asserted in the complaint and review research on same	.30
05/13/20	H. Zimmer	Review email from Blackstone and confer with KK on status of blackstone production, discovery, and court conference	.20
05/13/20	J. D'Angelo	Review team task list.	.10
05/13/20	K. Kolb	Draft email to counsel for Blackstone	.20
05/13/20	K. Kolb	Discuss research with H. Zimmer	.10
05/13/20	L. Schepp	Compile additional Cyrus ECF filings, per K. Kolb.	4.70
05/14/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	3.80
05/14/20	C. Carty	Correspond with co-counsel re case budget.	.40
05/14/20	C. Carty	Finalize and file interim fee application.	.70
05/14/20	C. Carty	Call with recipient of third party subpoena re subpoena.	.30
05/14/20	D. Field	Continue review of documents produced in adversary proceeding	.20



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05/14/20	H. Zimmer	Meet and confer with Ross Aronstam and Wilmer Hale concerning Ross Aronstam subpoena and confer with Kyle Kolb and Chris Carty on same	.50
05/14/20	H. Zimmer	Confer with Dan Field on review of documents produced in adversary proceeding and summaries on same	.20
05/14/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	2.00
05/14/20	H. Zimmer	Email Gabrielle Fromer research regarding claims analysis on statute of limitations for fraud and negligent representation.	.30
05/14/20	K. Kolb	Conference call with Aronstam regarding subpoena	.30
05/15/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	2.50
05/15/20	D. Field	Continue review of documents produced in adversary proceeding	1.20
05/15/20	G. Fromer	Research statute of limitations and choice of law for potential claims and revise memorandum on potential claims	2.50
05/15/20	G. Fromer	Discuss choice of law analysis for research on potential claims	.20
05/15/20	H. Zimmer	Review email from Wachtell concerning subpoena	.10



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05/15/20	H. Zimmer	Confer with Gabrielle Fromer regarding claims analysis research	.20
05/15/20	H. Zimmer	Confer with Elizabeth Plowman and Kyle Kolb on discovery deadlines	.10
05/16/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	3.60
05/17/20	D. Field	Review documents produced in adversary proceeding	1.10
05/18/20	C. Carty	Analyze issues related to third party discovery in connection with prepetition litigation adversary proceeding (1.1); correspondence re same (0.3).	1.40
05/18/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	2.20
05/18/20	D. Field	Review documents produced in adversary proceeding	4.00
05/18/20	E. Plowman	Review and analyze documents in adversary proceeding	3.00
05/18/20	G. Fromer	Research regarding claims analysis.	4.60
05/18/20	H. Zimmer	Call with GF to discuss research on claims	.10
05/18/20	H. Zimmer	Confer with KK on Richards Layton document production	.10



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05/18/20	H. Zimmer	Review email from Wachtell concerning subpoena and confer with KK and CC on Richards Layton subpoena	.10
05/19/20	C. Carty	Call with K. Kolb and H. Zimmer re review of third party document production in connection with prepetition transfer adversary proceeding.	.30
05/19/20	E. Plowman	Review and analyze documents in adversary proceeding	1.30
05/19/20	G. Fromer	Research and revise memorandum on potential claims	2.80
05/19/20	H. Zimmer	Review and analyze documents produced in adversary proceeding	2.00
05/19/20	H. Zimmer	Confer with KK and CC on documents produced by Richards Layton and review materials from Richards Layton	.40
05/19/20	H. Zimmer	Revise memorandum on discovery conducted by Herrick and send same to Dean Chapman	.30
05/19/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	2.80
05/19/20	H. Zimmer	Analyze memorandum of law submitted in support of opposition to motion to dismiss	.40



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05/19/20	J. D'Angelo	Catch up on e-mail; review letter and response to same regarding discovery issues; review recent order and e-mail re: pretrial conference.	.70
05/19/20	L. Schepp	Update index of H5 Relativity workspace to identify location of potentially relevant documents for review.	3.70
05/20/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	2.80
05/20/20	D. Field	Review documents produced in adversary proceeding	.20
05/20/20	E. Plowman	Review and analyze documents in adversary proceeding	3.80
05/20/20	G. Fromer	Research and revise memorandum on potential claims	1.60
05/20/20	G. Fromer	Discuss choice of law analysis of claims research	.30
05/20/20	G. Fromer	Review Plaintiffs' Brief in Opposition to Motion to Dismiss Plaintiffs' Breach of Fiduciary Duty, Aiding & Abetting Breach of Fiduciary Duty and Illegal Dividend claims, and revise facts section of potential claims memo, and draft key players list	1.90



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05/20/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and confer with Linda Schepp on same	5.40
05/20/20	H. Zimmer	Review memorandum on research concerning claims from Gabrielle Fromer, confer with her on same, and conduct research on claims brought in complaint	.60
05/20/20	H. Zimmer	Revise memorandum on ongoing assignments and discovery with third-parties and confer with KK on same	.30
05/20/20	H. Zimmer	Review docket and our papers to see what to be sent to CC and SO for conference and confer with KK	.50
05/20/20	J. D'Angelo	Review emails from co-counsel and counsel for ESL/Lampert re: discovery issues; review task list.	.40
05/20/20	K. Kolb	Discuss research status with HZ	.20
05/20/20	L. Schepp	Review metadata in Relativity H5 workspace in preparation for attorney document relevance review.	1.70
05/20/20	L. Schepp	Compile various custodian information from Relativity H5 workspace in preparation for attorneys document relevance review.	.90



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05/21/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	1.50
05/21/20	D. Field	Review documents produced in adversary proceeding	4.40
05/21/20	E. Plowman	Review and analyze documents in adversary proceeding	1.00
05/21/20	G. Fromer	Review Plaintiffs' Brief in Opposition to Motion to Dismiss Plaintiffs' Breach of Fiduciary Duty, Aiding & Abetting Breach of Fiduciary Duty and Illegal Dividend claims, and revise facts section of potential claims memo	5.50
05/21/20	H. Zimmer	Confer with KK and CC on pre-trial conference	.10
05/21/20	H. Zimmer	Conduct research in response to objections from Robbins and Girard	1.30
05/21/20	H. Zimmer	Confer with Gabrielle Fromer on research for assertion of claims and review of documents produced in adversary proceeding	.10
05/21/20	H. Zimmer	Confer with LS on doc review	.30
05/21/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and confer with Linda Schepp on same	2.00
05/21/20	H. Zimmer	Confer with counsel for Blackstone concerning document production in response to subpoena	.10



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05/21/20	H. Zimmer	Review and analyze documents produced in adversary proceeding	4.80
05/21/20	K. Kolb	Discuss RLF review with H. Zimmer and L. Schepp	.20
05/21/20	L. Schepp	Discussions with H5 vendor regarding threading and creating chronology sets for attorney review	2.80
05/21/20	L. Schepp	Work with H. Zimmer on structuring searches for review	2.00
05/21/20	S. O'Donnell	Review discovery correspondence.	.20
05/22/20	C. Carty	Analyze issues related to third party discovery in connection with prepetition transfer adversary proceeding.	.60
05/22/20	C. Carty	Review and analyze letter from co-counsel to defendants in connection with meet and confer in prepetition transfer adversary proceeding.	.70
05/22/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	2.50
05/22/20	E. Plowman	Review and analyze documents in adversary proceeding	.90
05/22/20	G. Fromer	Review Plaintiffs' Briefs in Opposition to Motion to Dismiss, and revise facts section of potential claims memo	2.40
05/22/20	G. Fromer	Discuss choice of law analysis	.20
05/22/20	H. Zimmer	Confer with GF on legal research analyzing claims	.30



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05/22/20	H. Zimmer	Review emails from UBS concerning subpoena, email UBS in response, and confer with Chris Carty on same	.30
05/22/20	H. Zimmer	Review and analyze documents produced in adversary proceeding	5.40
05/22/20	H. Zimmer	Review letter to Judge Drain filed by Akin Gump and confer with Kyle Kolb on same	.20
05/22/20	H. Zimmer	Review email from Blackstone's counsel concerning subpoena and meet and confer	.10
05/22/20	J. D'Angelo	Review letter to Judge Drain re: e-briefs.	.20
05/23/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	5.10
05/24/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	2.20
05/25/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	2.50
05/26/20	C. Carty	Participate in discovery meet and confer in connection with prepetition transfer causes of action and prepare for same.	1.00



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05/26/20	C. Carty	Correspondence related to legal analysis in prepetition transfer adversary proceeding.	.50
05/26/20	C. Carty	Analyze issues related to third party discovery in connection with prepetition transfer adversary proceeding.	.50
05/26/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	2.40
05/26/20	D. Field	Review documents produced in adversary proceeding	1.90
05/26/20	G. Fromer	Review Plaintiffs' Briefs in Opposition to Motion to Dismiss, and revise facts section of potential claims memo	3.00
05/26/20	H. Zimmer	Revise discovery chart and confer with Chris Carty, Kyle Kolb, and Dean Chapman concerning same	.30
05/26/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	2.10
05/26/20	H. Zimmer	Confer with Chris Carty concerning status conference	.10
05/26/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	5.80
05/26/20	H. Zimmer	Review UBS' responses and objections to subpoena	.20



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05/26/20	H. Zimmer	Review opposition briefs submitted by Plaintiffs for arguments concerning release and derivative litigation and review document summaries concerning derivative litigation	.40
05/26/20	J. D'Angelo	Review draft protective order; review document review status relating to Wachtell production; catch up on emails and filings.	1.10
05/26/20	K. Kolb	Revise summary of key documents regarding Seritage transaction	1.50
05/26/20	L. Schepp	Work with H. Zimmer regarding email threading for review of RL&F documents.	1.40
05/27/20	C. Carty	Analyze issues related to third party discovery.	1.30
05/27/20	C. Carty	Call with recipient of third party discovery re objections and scope of subpoena (0.3); prepare for same (0.4); review and analyze responses and objections to subpoena (0.6).	1.30
05/27/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	1.90
05/27/20	D. Field	Review documents produced in adversary proceeding	1.00
05/27/20	G. Fromer	Review Plaintiffs' Briefs in Opposition to Motion to Dismiss, and revise facts section of potential claims memo	2.80



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05/27/20	G. Fromer	Review Amended Complaint, and revise facts section of potential claims memo	1.10
05/27/20	H. Zimmer	Review objections and materials for UBS and call with Chris Carty to discuss same and UBS subpoena	.70
05/27/20	H. Zimmer	Call with UBS and confer with Chris Carty on same	.60
05/27/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and confer with Chris Carty and Kyle Kolb on documents produced by Richards Layton	1.10
05/27/20	H. Zimmer	Review search parameters and communications with Blackstone in anticipation with call concerning subpoena and conduct call with Blackstone and Wilmer Hale concerning Blackstone subpoena and confer with KK on same	.70
05/27/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and document summaries and confer with KK on same	1.40
05/27/20	H. Zimmer	Task list and confer with KK and CC about third-party discovery	.30
05/27/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	3.20



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05/27/20	J. D'Angelo	Review letter to Defendants re: discovery issues; review team task list.	.20
05/27/20	K. Kolb	Prepare for and attend meet and confer with counsel for Blackstone	.50
05/27/20	K. Kolb	Analyze letter regarding meet and confer	.10
05/27/20	K. Kolb	Analyze task list status	.10
05/27/20	K. Kolb	Analyze and discuss key documents relating to Seritage transaction	.50
05/28/20	C. Carty	Review and analyze documents produced in connection with prepetition transfer adversary proceeding.	1.60
05/28/20	C. Carty	Correspondence re status of certain third party discovery.	.50
05/28/20	E. Plowman	Review and analyze documents in adversary proceeding	1.20
05/28/20	H. Zimmer	Confer with KK and CC on third- party discovery	.20
05/28/20	H. Zimmer	Email counsel for Cyrus concerning document requests and production in response to same	.10
05/28/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same and confer with LS and KK on same	5.20
05/28/20	K. Kolb	Discuss discovery issues and status with C. Carty and H. Zimmer	.30



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05/28/20	S. O'Donnell	Confer w/ akin re production; confer w/ team re same.	.20
05/29/20	C. Carty	Revise correspondence to recipient of third party subpoena.	.30
05/29/20	E. Plowman	Review and analyze documents in adversary proceeding	5.50
05/29/20	G. Fromer	Review Amended Complaint, and revise facts section of potential claims memo	3.00
05/29/20	H. Zimmer	E-mail Wachtell concerning progress on production in response to Wachtell subpoena	.10
05/29/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	6.50
05/29/20	S. O'Donnell	Doc review; prep for ptc.	1.50
05/30/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and draft summaries reflecting information from same	.50
05/31/20	H. Zimmer	Confer with Chris Carty on conference and prepare materials for same	.30
05/31/20	H. Zimmer	Review and analyze documents produced in adversary proceeding and revise summaries reflecting information from same	5.60

Total **\$188,867.50**



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LEGAL SERVICES SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. D'Angelo	4.50	845.00	3,802.50
C. Carty	67.50	785.00	52,987.50
K. Kolb	13.50	610.00	8,235.00
S. Stockman	.90	435.00	391.50
D. Field	22.50	435.00	9,787.50
H. Zimmer	109.00	435.00	47,415.00
E. Plowman	57.60	420.00	24,192.00
G. Fromer	57.50	420.00	24,150.00
D. Kopf	.30	410.00	123.00
L. Schepp	43.60	335.00	14,606.00
S. O'Donnell	3.10	1025.00	3,177.50

DISBURSEMENTS

Online Research	813.93
Pacer Charges	179.20

Total disbursements	\$993.13
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TASK BILLING SUMMARY

	<u>Hours</u>	<u>Amount</u>
-		
	380.00	\$188,867.50
Subtotals	380.00	\$188,867.50

Exhibit D

Disbursement Summary

E-Discovery Data Hosting	\$100.00
Document Processing	\$12.00
Online Research Westlaw	\$871.20
Pacer	\$179.20
Professional Fees – Consultant Fees	\$43,330.00
Total	\$44,492.40

Exhibit E

Itemized Disbursement

Costs Detail for May time invoice

Matter 1

Date	Initials	Name / Invoice Number	Code	Quantity	Rate	Amount	Description	Cost Index
06/01/2020	1309	Christopher Carty	026	1.00	43,330.00	43,330.00	Expert Witness Fee	9090167
06/30/2020		Invoice=356215		1.00	43,330.00	43,330.00		
		Voucher=258891 Unpaid					Vendor=Capital Market Risk Advisors Balance= 43330.00 Amount= 43330.00	
		BILLED TOTALS: WORK:				43,330.00	1 records	
		BILLED TOTALS: BILL:				43,330.00		
		GRAND TOTAL: WORK:				43,330.00	1 records	
		GRAND TOTAL: BILL:				43,330.00		

Date	Initials	Name / Invoice Number	Code	Quantity	Rate	Amount	Description	Cost Index
04/30/2020	1330	Linda Schepp	075	1.00	57.27	57.27	West Invoice #842383802 Usage Charges of: 4/1/2	9088007
06/30/2020		Invoice=356215		1.00	57.27	57.27	0 Requested by: SCHEPP,LINDA Transactions: 9 A ccount #1000669670 --19609-0001C/M # Provided: 1 9609-0001	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance= .00 Amount= 54777.37 Check #48901 06/30/2020	
		BILLED TOTALS: WORK:				57.27	1 records	
		BILLED TOTALS: BILL:				57.27		
		GRAND TOTAL: WORK:				57.27	1 records	
		GRAND TOTAL: BILL:				57.27		

Date	Initials	Name / Invoice Number	Code	Quantity	Rate	Amount	Description	Cost Index
05/14/2020	0020	Williams Lea	105	1.00	12.00	12.00	Williams Lea - WP Job # - 106049 - Requested By	9086849
06/30/2020		Invoice=356215		1.00	12.00	12.00	Poretzky, Larisa Description - WORD PROCESSIN G-Page Numbering Document #13269265 Amount of Ho urs:0.25C/M Inputted: 19609-0001	
		Voucher=258428 Paid					Vendor=Williams Lea Inc. Balance= .00 Amount= 10100.00 Check #48896 06/30/2020	
		BILLED TOTALS: WORK:				12.00	1 records	
		BILLED TOTALS: BILL:				12.00		
		GRAND TOTAL: WORK:				12.00	1 records	
		GRAND TOTAL: BILL:				12.00		

Date	Initials	Name / Invoice Number	Code	Quantity	Rate	Amount	Description	Cost Index
05/31/2020	0000	Feinstein - Firm Herrick	115	1.00	100.00	100.00	E-Discovery Data Hosting Minimum Charge	9086913
06/30/2020		Invoice=356215		1.00	100.00	100.00	ID: 2550283 Case Description: Simon Property Group - Sears Bankruptcy Database Creation Date: 3/27/19	
		BILLED TOTALS: WORK:				100.00	1 records	
		BILLED TOTALS: BILL:				100.00		
		GRAND TOTAL: WORK:				100.00	1 records	
		GRAND TOTAL: BILL:				100.00		

Matter 2

Date	Initials	Name / Invoice Number	Code	Quantity	Rate	Amount	Description	Cost Index
04/06/2020	1005	Lairi John	074	1.00	179.20	179.20	PACER Invoice #2560425-012020 Usage Period: Jan	9084701
06/30/2020		Invoice=356200		1.00	179.20	179.20	May 2020 - March 2020 Pages: 1792.00 -C/M # Pr	
							vided: 19609-0002	
		Voucher=258226 Paid					Vendor=Pacer Service Center Balance=.00 Amount= 3574.10	
							Check #48623 05/21/2020, 48623 06/30/2020	
		BILLED TOTALS: WORK:				179.20	1 records	
		BILLED TOTALS: BILL:				179.20		
		GRAND TOTAL: WORK:				179.20	1 records	
		GRAND TOTAL: BILL:				179.20		

04/05/2020	1319	Heather Zimmer	075	1.00	272.92	272.92	West Invoice #842383802 Usage Charges of: 4/1/2	9088013
06/30/2020		Invoice=356200		1.00	272.92	272.92	0 Requested by: ZIMMER,HEATHER Transactions: 5	
							6 Account #1000669670 --19609-0002C/M # Provided	
							: 19609-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance=.00	
							Amount= 54777.37	
							Check #48901 06/30/2020	
04/06/2020	1319	Heather Zimmer	075	1.00	28.63	28.63	West Invoice #842383802 Usage Charges of: 4/1/2	9088014
06/30/2020		Invoice=356200		1.00	28.63	28.63	0 Requested by: ZIMMER,HEATHER Transactions: 8	
							Account #1000669670 --19609-0002C/M # Provided:	
							19609-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance=.00	
							Amount= 54777.37	
							Check #48901 06/30/2020	
04/20/2020	1309	Christopher Carly	075	1.00	28.63	28.63	West Invoice #842383802 Usage Charges of: 4/1/2	9088008
06/30/2020		Invoice=356200		1.00	28.63	28.63	0 Requested by: CARTY,CHRISTOPHER Transactions	
							: 11 Account #1000669670 --19609-0002C/M # Provi	
							ded: 19609-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance=.00	
							Amount= 54777.37	
							Check #48901 06/30/2020	
04/20/2020	1319	Heather Zimmer	075	1.00	187.01	187.01	West Invoice #842383802 Usage Charges of: 4/1/2	9088012
06/30/2020		Invoice=356200		1.00	187.01	187.01	0 Requested by: ZIMMER,HEATHER Transactions: 4	
							0 Account #1000669670 --19609-0002C/M # Provided	
							: 19609-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance=.00	
							Amount= 54777.37	
							Check #48901 06/30/2020	
04/21/2020	1326	Kyle Kolb	075	1.00	28.63	28.63	West Invoice #842383802 Usage Charges of: 4/1/2	9088010
06/30/2020		Invoice=356200		1.00	28.63	28.63	0 Requested by: KDLB,KYLE Transactions: 35 Acc	
							ount #1000669670 --19609-0002C/M # Provided: 196	
							09-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance=.00	
							Amount= 54777.37	
							Check #48901 06/30/2020	

04/22/2020	1326	Kyle Kolb	075	1.00	43.25	43.25	West Invoice #842383802 Usage Charges of: 4/1/2	9088009
06/30/2020		Invoice=356200		1.00	43.25	43.25	0 Requested by: KOLB,KYLE Transactions: 15 Account #1000669670 --19609-0002C/M # Provided: 19609-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance= .00 Amount= 54777.37 Check #48901 06/30/2020	
04/22/2020	1319	Heather Zimmer	075	1.00	57.27	57.27	West Invoice #842383802 Usage Charges of: 4/1/2	9088016
06/30/2020		Invoice=356200		1.00	57.27	57.27	0 Requested by: ZIMMER,HEATHER Transactions: 21 Account #1000669670 --19609-0002C/M # Provided: 19609-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance= .00 Amount= 54777.37 Check #48901 06/30/2020	
04/23/2020	1319	Heather Zimmer	075	1.00	81.69	81.69	West Invoice #842383802 Usage Charges of: 4/1/2	9088015
06/30/2020		Invoice=356200		1.00	81.69	81.69	0 Requested by: ZIMMER,HEATHER Transactions: 62 Account #1000669670 --19609-0002C/M # Provided: 19609-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance= .00 Amount= 54777.37 Check #48901 06/30/2020	
04/23/2020	1326	Kyle Kolb	075	1.00	28.63	28.63	West Invoice #842383802 Usage Charges of: 4/1/2	9088011
06/30/2020		Invoice=356200		1.00	28.63	28.63	0 Requested by: KOLB,KYLE Transactions: 10 Account #1000669670 --19609-0002C/M # Provided: 19609-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance= .00 Amount= 54777.37 Check #48901 06/30/2020	
04/28/2020	1319	Heather Zimmer	075	1.00	57.27	57.27	West Invoice #842383802 Usage Charges of: 4/1/2	9088017
06/30/2020		Invoice=356200		1.00	57.27	57.27	0 Requested by: ZIMMER,HEATHER Transactions: 98 Account #1000669670 --19609-0002C/M # Provided: 19609-0002	
		Voucher=258563 Paid					Vendor=West Group - GSI Payment Center-Westlaw Balance= .00 Amount= 54777.37 Check #48901 06/30/2020	
		BILLED TOTALS: WORK:				813.93	10 records	
		BILLED TOTALS: BILL:				813.93		



Invoice ID: 2020-00258
Account number: 26
Project Id: 26
Invoice date: June 1, 2020

Capital Market Risk Advisors
4851 Tamiami Trail North
Suite 243
Naples, FL 34103
Attn: Accounting

Kyle Kolb

Herrick Feinstein LLP
2 Park Avenue
New York, NY 10016

Invoice Total			\$43,330.00
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See attached spreadsheet for invoice specification.

NAME	AVERAGE RATE	TOTAL HOURS	TOTAL AMOUNT
Nie	325.00	36.8	11,960.00
Niculescu	1,250.00	21.6	27,000.00
Iacono	1,150.00	3.8	4,370.00
Grand Total	\$841.33	62.2	\$43,330.00

Please note the total unpaid balance to date is \$103,932.50

Please remit payment with the statement number to Capital Market Risk Advisors at the address listed above or via wire. Contact QBTeam@advancedprofessional.net for wire instructions.